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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 13815
(MULTEK FLEXIBLE CIRCUITS, INC. AND SPCP GROUP, L.L.C.,
AS AGENT FOR SILVER POINT CAPITAL FUND, L.P. AND
SILVER POINT CAPITAL OFFSHORE FUND, LTD.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Multek Flexible Circuits, Inc. ("Multek"), and SPCP Group, L.L.C., as Agent for Silver Point Capital Fund, L.P., and Silver Point Capital Offshore Funds, Ltd. (collectively "SPCP Group," and together with Multek, the "Claimants") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 13815 (Multek Flexible Circuits, Inc. And SPCP Group, L.L.C., As Agent For Silver Point Capital Fund, L.P., And Silver Point Capital Offshore Funds, Ltd.) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 13, 2005, Multek submitted a demand to the Debtors asserting a reclamation claim in the amount of \$28,136.03 (the "Reclamation Demand").

WHEREAS Multek filed proof of claim number 13815 against Delphi Automotive Systems LLC ("DAS LLC") on July 25, 2006, which asserts an unsecured non-priority claim in the amount of \$223,843.01 (the "Claim") arising from the sale of goods to the Debtors and attorneys' fees and costs.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' (i) Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Insufficiently Documented Claims, (b) Claims Not Reflected On Debtors' Books And Records, (c) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims

Subject To Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection"), which was filed on April 27, 2007.

WHEREAS on May 29, 2007, SPCP Group filed its Response And Objection Of SPCP Group, L.L.C. To Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, And Claims Subject to Modification And Reclamation Agreement (Docket No. 8078) (the "SPCP Group Response") and on May 30, 2007, Multek filed its Response Of Multek Flexible Circuits, Inc. To Debtors' Thirteenth Omnibus Claims Objection (Docket No. 8096) (the "Multek Response" and together with the SPCP Group Response, the "Responses").

WHEREAS on March 27, 2007, Multek assigned its claim to SPCP Group.

WHEREAS on September 21, 2007, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, DAS LLC and the Claimants entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$180,000.00.

WHEREAS DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court

Approval (Docket No. 4414) entered by this Court on June 29, 2006.

THEREFORE, the Debtors and the Claimants stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$180,000.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. The Responses to the Thirteenth Omnibus Claims Objection as filed by the Claimants shall be deemed to be withdrawn with prejudice.
3. The Reclamation Demand of Claimants shall be deemed to be withdrawn with prejudice.

So Ordered in New York, New York, this 9th day of October, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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